

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
Debtors.	:	(Jointly Administered)
	:	
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AFFIDAVIT OF WILLIAM H. HONAKER IN SUPPORT OF  
APPLICATION FOR ORDER UNDER 11 U.S.C. §§ 327(e) AND  
1107(b) AND FED. R. BANKR. P. 2014 AUTHORIZING EMPLOYMENT AND  
RETENTION OF DICKINSON WRIGHT PLLC AS INTELLECTUAL  
PROPERTY COUNSEL TO DEBTORS

STATE OF MICHIGAN  
COUNTY OF OAKLAND

WILLIAM H. HONAKER, being duly sworn, deposes and states as follows:

1. I am an attorney admitted to practice before the courts of the State of Michigan and the United States Patent and Trademark Office. I am a member of the firm of Dickinson Wright PLLC ("DW"). Prior to the commencement of these cases, DW represented the Debtors in certain litigation matters and provided legal services to the Debtors' in-house counsel with respect to certain corporate and commercial transactional matters. After the commencement of these chapter 11 cases, DW continued to provide corporate and commercial transactional legal services to the Debtors, and was authorized by this Court to do so pursuant to the Order Under 11 U.S.C. §§ 327, 330, And 331 Authorizing Retention Of Professionals Utilized By Debtors In Ordinary Course Of Business ("Ordinary Course Professionals Order," Docket no. 883). DW complied with the Ordinary Course Professionals Order and filed the Affidavit of James A. Plemmons in accordance with the Ordinary Course Professionals Order

(docket no. 1461) The Debtors now wish to retain DW to perform additional services as intellectual property counsel.

2. I submit this affidavit (the "Affidavit")<sup>1</sup> in support of the Application For Order Under 11 U.S.C. § 327(e) and 1107(b) and Fed. R. Bankr. P. 2014 Authorizing Employment And Retention Of Dickinson Wright PLLC As Intellectual Property Counsel To Debtors (the "Application"), nunc pro tunc to January 13, 2006, filed concurrently herewith.

3. DW's contact information is as follows:  
38525 Woodward Ave., Suite 2000  
Bloomfield Hills, Michigan 48304  
Telephone: 248.433.7200  
Facsimile: 248.433.7274

4. DW is well qualified to assist the Debtors in the manner described in the Application. DW has an extensive intellectual property practice serving many clients in the automotive industry. Thus, DW is especially attuned to the unique intellectual property issues that arise in the Debtors' industry. Accordingly, the Debtors believe that DW is well qualified to serve as intellectual property counsel in these chapter 11 cases in an efficient and effective manner. In addition DW represented the Debtors before the commencement of these chapter 11 cases in various litigation and corporate and commercial transactional matters and has represented the Debtors since the filing of these chapter 11 cases in certain corporate and commercial transactional matters.

5. It is now proposed that DW will also serve as an intellectual property counsel to the Debtors during these chapter 11 cases. Certain attorneys and legal assistants previously affiliated with Howard & Howard Attorneys, P.C. (which has been appointed as an intellectual property counsel to the Debtors pursuant to Order Under 11 U.S.C. §§ 327(e) And

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<sup>1</sup> Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Application.

1107(b) And Fed. R. Bankr. P. 2014 Authorizing Employment And Retention Of Howard & Howard Attorneys, P.C. As Intellectual Property Counsel To Debtors, docket no. 1706) recently joined DW and began providing intellectual property services to the Debtors on January 13, 2006. The DW attorneys and legal assistants have been primarily responsible for performing intellectual property work for the Debtors focusing on climate control systems, heat exchange systems, compressors, evaporators, heating and air conditioning systems, steering systems, chassis, brakes, half shafts and ball joints, fuel injectors, hydraulic steering pumps, electrical systems, and plasma spray systems prior to their joining DW, and are therefore familiar with the Debtors' businesses and operations. It is proposed that they will continue to perform this work for the Debtors at DW.<sup>2</sup> In particular, they are especially attuned to the unique intellectual property issues in the aforementioned technical areas that arise in the Debtors' industry and that have faced the Debtors.

6. Generally, in connection with the Debtors' cases, DW will provide to the Debtors during these chapter 11 cases the following types of professional services:

- (a) Patent Preparation: review of invention disclosures, preparation of patentability opinions, and preparation and filing of patent applications with U. S. Patent and Trademark Office, focusing on, among others, the following areas of technical expertise: climate control systems, heat exchange systems, compressors, evaporators, heating and air conditioning systems, steering systems, chassis, brakes, half shafts and ball joints, fuel injectors, hydraulic steering pumps, electrical systems, and plasma spray systems.
- (b) Patent Preparation: Review of correspondence from U.S. Patent and Trademark Office and preparation of amendments to patent applications to secure the patent, focusing on the above areas of technical expertise.
- (c) Non-Infringement & Clearance Opinions: Review of potential products and inventions, conduct searches for relevant patents and publications,

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<sup>2</sup> Howard & Howard P.C., the firm the DW attorneys were previously affiliated with, continues to provide the Debtors intellectual property legal services focusing on heat exchanger technology, diesel fuel systems, and interior systems (including dashboards)

review and analyze uncovered patents and publications, and preparation of opinions, focusing on the above areas of technical expertise.

- (d) Miscellaneous intellectual property advice and counsel related to copyrights, trademarks and know-how and contractual matters involving intellectual property, focusing on the above areas of technical expertise.
- (e) If requested to do so by the Debtors, DW would also assist the Debtors with discrete ordinary course litigation and corporate and commercial transactional matters.

7. DW will not be responsible for or undertake any representation with respect to advising any of the Debtors with respect to any matter relating to any of DW's existing or future clients. These existing client relationships, and the scope of the carve-out from DW's retention, are discussed more fully below.

8. In the event that the Debtors request that DW undertake specific matters beyond the limited scope of the responsibilities set forth above, and DW agrees to do so, DW understands that the Debtors would need to seek further order of this Court.

9. DW will make efforts to ensure that there is no duplication of effort or work between the Debtors' other law firms and DW. It is DW's intention that the Debtors should receive the best value possible from the efficient coordination of work among its counsel.

10. In the 90 day period prior to the Petition Date, the Debtors have paid to DW approximately \$126,708 in fees and expenses. There are no arrangements between DW and any other entity to share compensation received or to be received in connection with these chapter 11 cases.

11. DW has agreed to accept compensation for the services rendered in connection with its representation of the Debtors at DW's standard hourly rates and reimbursement for expenses according to DW's reimbursement policies, subject to approval of the Bankruptcy Court. A list of standard hourly rates for those attorneys and non-attorney

personnel who are expected to be rendering services to the Debtors during these chapter 11 cases and DW's reimbursement policies are attached hereto as Exhibit A. The hourly rates are subject to annual adjustment in accordance with DW's standard policies. The last annual hourly rate adjustment for all DW attorneys and non-attorney personnel was as of January 1, 2006. Should any other attorneys or non-attorneys perform services on matters covered by the Application, their services will be billed at their standard DW rates.

12. DW acknowledges that all amounts paid to DW during these chapter 11 cases are subject to final allowance by this Court. In the event that any fees or expenses paid to DW during these cases are disallowed by this Court, the fees and expenses will be disgorged by DW and returned to the Debtors or as otherwise ordered by this Court.

13. DW categorizes its billings by subject matter, in compliance with the applicable guidelines of the Office of the United States Trustee (the "U.S. Trustee Guidelines"). DW acknowledges its compensation in the Debtors' cases is subject to approval of this Court in accordance with section 330 of the Bankruptcy Code, Bankruptcy Rule 2016, and the U.S. Trustee Guidelines.

14. DW has conducted a check for conflicts of interest and other conflicts and connections with respect to the Debtors' bankruptcy cases. DW maintains a database (the "DW Database") containing the names of current and former clients and other principal parties related to such clients. DW has reviewed the DW Database to determine whether DW has any connection with the principal parties-in-interest in these chapter 11 cases, using information provided to DW by the Debtors, including (a) the names of the Debtors' prepetition lenders, (b) the names of significant creditors of the Debtors, (c) the names of firms that the Debtors intend to or may employ during their chapter 11 cases, and (d) the names of other interested parties

(collectively and in all combinations, "Interested Parties"). The names of the Interested Parties are set forth on Exhibit B hereto.

15. Based upon this review, I have determined that DW has in the past represented, currently represents, and will likely in the future represent certain of the Debtors' creditors and other parties-in-interest, but only in matters unrelated to the Debtors or these chapter 11 cases. Attached hereto as Exhibit C is a list of those Interested Parties who, or whose affiliates, have been in the past or are currently being represented by DW. I do not believe that the relationship of DW to any of the Interested Parties listed on Exhibit C raises any actual or potential conflicts of interest of DW relating to the representation of the Debtors as intellectual property, litigation, and corporate and commercial transactional counsel in these chapter 11 cases, but such relationships are disclosed out of an abundance of caution.

16. It is my intention that if DW becomes aware of any other connections of which it presently is unaware, DW will bring them to the attention of this Court and the U.S. Trustee.

By: /s/ William H. Honaker  
William H. Honaker

Sworn to before me  
this 21<sup>st</sup> day of February, 2006

/s/ Donna J. Pappert  
Notary Public

**EXHIBIT A**

**DICKINSON WRIGHT ATTORNEYS WHO WORK OR  
MAY WORK ON DELPHI MATTERS**

<b><u>ATTORNEYS</u></b>	<b><u>HOURLY RATE</u></b>
Anderson, Edmund P.	\$325.00
Bergsman, Marc A.	\$330.00
Cho, Christine Y.	\$185.00
* Honaker, William H.	\$375.00
Jones, Richard A.	\$350.00
Littlepage, Samuel D.	\$395.00
Maeso, Christopher C.	\$275.00
Marks, Lisa E.	\$300.00
* Meiers Jr., Raymond C.	\$
Meyer, Nicole M.	\$255.00
* Milton Jr., Harold W.	\$
Molinoff, Jeffrey S.	\$200.00
Naber, John M.	\$305.00
Phillips, Craig A.	\$240.00
Schaldenbrand, Michael A.	\$295.00
* Shackelford, Jon E.	\$
* Shoemaker, Randall L.	\$275.00
* Stearns, Robert L.	\$335.00
Thelen, Bruce C.	\$385.00
<b><u>LEGAL ASSISTANTS</u></b>	<b><u>HOURLY RATE</u></b>
Campbell, Eggerton A.	\$160.00
Marasco, Jacqueline	\$90.00
Large, Dawn	\$90.00

\* Formerly with Howard & Howard Attorneys P.C.

**EXHIBIT A (Cont'd)**

**DICKINSON WRIGHT PLLC  
EXPENSE REIMBURSEMENT ON  
DELPHI MATTERS**

Description	Charge*
1. Photocopy Charges (per page)	\$.10 each
2. Facsimile Charges (per page)	\$.50 each
3. Copies – Pitney Bowes	
4. Long Distance Telephone Charges	
5. USPTO Government Filing Fees	
6. Delivery Fees (Courier)	
7. Great Lakes Patent & Trademark Depository Searches	
8. USPTO International Search Charges	
9. Search Fees	
10. Patent Draftsman Charges (informal and formal)	
11. Cell Phone Charges (William Honaker)	
12. Dialog Computer Search & ordering US Patents	
13. Derwent Patent Search for Delphi Infringement	
14. United Parcel Services Charges	
15. Express Mail Charges	
16. Federal Express Charges	
17. International Federal Express Charges	
18. On-Line Research – Westlaw	
19. Mileage Expense	
20. Travel Expense – Parking and Admission	
21. Travel Expense – Hotel	
22. Travel Expense – Meal	
23. Travel Expense – Airfare	
24. Travel Expense – Car Rental	
25. Meal Expense	
26. Disbursement in obtaining Patent Copies – OptiPat	
27. Disbursements in obtaining file history	
28. Filing Fees – Information Disclosure Statement	
29. Disbursements to Foreign Associates	

\*Dickinson Wright out-of-pocket costs unless otherwise indicated



**EXHIBIT B**

**DICKINSON WRIGHT DATABASE SEARCH  
OF THE FOLLOWING DELPHI INTERESTED PARTIES**

- (A) **AFFILIATES AND NON-DEBTOR  
SUBSIDIARIES**
- CEI Co., Ltd.  
Daewoo Motor Co., Ltd.  
Delphi Interior Systems de Mexico, S.A. de C.V.  
Delphi Lockheed Automotive Pension Trustees  
Limited  
Delphi Technologies, Inc.
- (B) **FORMER OFFICERS AND DIRECTORS  
(FOR THE PAST THREE YEARS)**
- Brown, Richard  
Burgner, David Allen  
Niekamp, Cynthia A.
- (C) **ALL LENDERS (INCLUDING CURRENT  
AND FORMER AGENTS UNDER CREDIT  
FACILITIES AND THEIR COUNSEL AND  
FINANCIAL ADVISORS)**
- Ableco Finance LLC  
Bank of America, N.A.  
Bank of New York  
Citibank N.A.  
Comerica Bank Michigan  
Employers Insurance of Wausau  
Fifth Third Bank, Eastern Michigan  
General Electric Capital Corporation  
Goldman Sachs Credit Partners L.P.  
HSBC Bank USA, National Association  
KeyBank National Association  
Liberty Mutual Ins Company  
Morgan Stanley Senior Funding, Inc.  
National City Bank  
Park Avenue Loan Trust  
Principal Life Insurance Company  
Redwood Master Fund, Ltd.  
Riviera Funding LLC  
Robson Trust  
Rockwall CDO Ltd.  
Saturn Trust  
SEI Institutional Managed TST  
Seneca Capital, L.P.  
Sierra CLO I Ltd.  
Sumitomo Mitsui Banking Corporation  
SunTrust Bank Atlanta  
UBS Loan Finance LLC  
Wachovia Bank National Association
- Wells Capital Management-12831400  
Wells Capital Management-13702900  
Wells Capital Management-13823100  
Wells Capital Management-13923602  
Wells Capital Management-14945000  
Wells Capital Management-16017000  
Wells Capital Management-16463700  
Wells Capital Management-16896700  
Wells Capital Management-16959700  
Wells Capital Management-17299500
- (D) **INSURERS**
- ACE USA  
AIU Inc.  
Allianz  
American Home Assurance Co. (AIMA)  
American International Insurance  
American International Specialty Lines Insurance  
Company  
ANR Pipeline Company  
Aon  
Arch  
AXIS  
Bermuda Markets  
Cananwill, Inc.  
Chubb Custom Insurance  
Chubb Specialty Insurance  
CNA Financial Insurance  
CNA Insurance Companies  
Federal Ins. Co. (Chubb)  
General Star Indemnity Company  
Great American  
Hannover Re  
Hartford  
HDI  
IRI  
Lexington  
Lexington Insurance Company (AIG American  
International Companies)  
Liberty Mutual  
Lloyds of London  
Marsh USA, Inc. (Broker)  
National Union Fire Ins. Co. (AIG)  
National Union Fire Insurance Company of Pitts.,  
PA (AIG American International Companies)  
St. Paul Fire & Marine Insurance Company  
St. Paul Surplus Lines Ins. Co.  
Steadfast Insurance Company (Zurich)  
U.S. Specialty Insurance Company

XL U.S.  
Zurich American Insurance Company

**(E) PROFESSIONALS (ATTORNEYS, ACCOUNTANTS, INVESTMENT BANKERS, CONSULTANTS FOR THE PAST THREE YEARS) [Excluding those Professionals that Charge less than \$100,000.00 in Annual Fees]**

ASI (American Supplier Institute)  
ASI Consulting Group LLC  
ASI LLC  
ASI, Shainin (ICIM)  
Asset Management Resources  
AT Kearney  
AVL North America Inc  
Baker & Daniels  
Baker & McKenzie LLP  
Bliss McGlynn P.C.  
Butzel, Long  
Carquest  
Clark Consulting  
Clark Hill P.L.C.  
David Cunningham  
Deloitte Touche Tohmatsu  
Dickinson Wright P.L.L.C. (Detroit, MI)  
Dykema Gossett P.L.L.C.  
E&Y  
EDS  
Electricore Inc  
ENSR Corporation  
Equis Corporation  
Ernst & Young  
FedEx Trade Networks Transport and Brokerage, Inc.  
Fleishman Hillard Japan, Inc.  
Foley & Lardner LLP  
Hill & Knowlton  
Honigman Miller Schwartz and Cohn  
Howard & Howard Attorneys, P.C.  
Hunton & Williams LLP  
Interim Healthcare Inc.  
Paul Hastings Janofsky & Walker LLP  
PriceWaterhouseCoopers LLP  
Russell Reynolds  
Sandler & Travis Trade Advisory Services, Inc  
Suri & Company  
UBS  
Young & Rubicam, Inc.  
Yuasa & Hara

**(F) PARTIES TO LITIGATION AND THEIR COUNSEL (FOR CLAIMS OF AT LEAST \$500,000)**

A&O Mold & Engineering, Inc.  
Adams, Thomas E.  
Allstate Insurance  
Brady, Larry  
Campbell, Robert R.  
Casper & Casper  
Citibank Texas, National Association  
Covington & Burling  
Daewoo International  
DaimlerChrysler Corporation  
Dana Corp Global Production WHS  
Dana Corp Sealing Division  
Dynamic Sciences International  
Eftec North America, LLC  
Epsilon  
First Technology  
Fitch, Even, Tabin & Flannery  
Ford Motor Company  
General Motors Daewoo Auto and Technology  
GM Daewoo  
GM DAT  
GM Epsilon  
GM Europe Opel  
GM & International  
Honeywell ACS Sensing & Control  
International Truck  
Invensys  
Irvine  
Jenner & Block  
Key Plastics  
Kirsch, Paul C.  
Kowalski, Richard  
Locke Liddell & Sapp, LLP  
Miro, Weiner & Kramer  
NGK  
Novak, Barbara Griffin  
Parmenter O'Toole  
Phelps, John W.  
Russell, Thomas  
Sanko  
Tenneco Automotive  
Textron (Kautex)  
Timken (Brazil)  
Waste Management, Inc.

**(G) TOP 50 CREDITORS**

3M Co  
Abc Group Inc  
Akebono Brake Industry Co Ltd  
Alcoa Inc  
Alps Automotive Inc.  
American Axle & Mfg Holdings Inc  
Bosch Braking Systems Corp  
Bosch, Robert Stiftung GmbH  
Buena Vista Township, Michigan

City of Flint, Michigan  
Clarion Co Ltd  
Dana Corp  
Delta  
Dura Automotive Systems Inc  
General Electric Co Inc  
Hitachi Ltd  
Illinois Tool Works Inc  
Intermet Corp  
Johnson Electric Holdings Ltd  
NEC Corp  
Norsk Hydro ASA  
State of Michigan  
State of Ohio  
Texas Instruments Inc  
Textron Inc  
Worthington Industries Inc

**(H) HOLDERS OF 5% OR MORE OF ANY  
OUTSTANDING EQUITY SECURITY OF  
THE COMPANY**

Capital Group International, Inc.

**(I) RECORD NOTEHOLDERS HOLDING 5%  
OR MORE OF ANY OUTSTANDING  
ISSUANCE OF NOTES OF THE COMPANY**

Citigroup  
Goldman Sachs  
Lehman Brothers  
SSB

**(J) INDENTURE TRUSTEES**

Bank One Trust Company N.A.  
J.P. Morgan Trust Company, N.A.

**(K) UNDERWRITERS OF SECURITIES ISSUED  
BY THE COMPANY DURING THE PAST  
THREE YEARS**

A.G. Edwards & Sons, Inc.  
Citigroup Global Markets Inc.  
Comerica Securities, Inc.  
HSBC Securities (USA) Inc.  
J.P. Morgan Securities Inc.  
McDonald Investments Inc., a KeyCorp Company  
Merrill Lynch, Pierce, Fenner & Smith  
Incorporated  
Morgan Stanley & Co. Incorporated  
Oppenheimer & Co. Inc.  
UBS Securities LLC  
Utendahl Capital Partners, L.P.  
Wachovia Capital Markets, LLC

**(L) COUNTERPARTIES TO MAJOR LEASES**

Crown Enterprises, Inc.  
Ford Motor Land Development Corporation  
General Motors Corporation  
LaSalle National Bank, as Trustee under Trust  
No. 115897  
Liberty Property Limited Partnership  
Pac Rim  
QEK Global Solutions  
Realty Investment II  
Sealy RG Valley Buildings, L.P.  
Visteon Corporation

**(M) COUNTERPARTIES TO MAJOR  
CONTRACTS (OVER \$100,000)**

Alltel  
AT&T Solutions, Inc.  
ATT Wireless  
Blue Cross Blue Shield  
Bridgestone T.G. Australia Pty. Ltd  
CIGNA Behavioral Health  
CIGNA Healthcare  
Cinergy PSI IN  
Compuware  
Consumers Energy MI (Detroit)  
Consumers Power MI  
Consumers Power Company  
Delphi Aftermarket France  
Delphi Auto Brazil – E&C  
Delphi Auto Systems Australia  
Delphi Auto Systems Brazil – Harrison  
Delphi Auto Systems India Private Limited  
(DASPL)  
Delphi Automotive Systems  
Delphi Automotive Systems Espana (Logrono)  
Delphi Automotive Systems Espana Cadiz  
Delphi Automotive Systems France  
Delphi Automotive Systems Italia Sri (Diavia)  
Delphi Automotive Systems Lockheed UK  
(Aftermarket)  
Delphi Automotive Systems Netherlands  
(Aftermarket)  
Delphi Automotive Systems Poland Sp. Z.o.o.  
Delphi Automotive Systems Portugal (Ponte de  
Sor)  
Delphi Automotive Systems Spain  
Delphi Automotive Systems Sungwoo  
Delphi Delco Electronics Suzhou  
Delphi Delco Liverpool  
Delphi Diesel Systems England  
Delphi Diesel Systems Ltd England  
Delphi Diesel Systems Spain  
Delphi Diesel Systems Turkey

Delphi Diesel Systems UK  
Delphi Diesel Systems, S. L. Spain  
Delphi Harrison Calsonic (France)  
Delphi Lockheed Automotiove France  
(Aftermarket)  
Delphi Packard Balcheng, Limited  
Delphi Packard Electric Co Ltd (Shanghai)  
Delphi Packard Electric Malaysia Sdn Bhd  
Delphi Packard Espana  
Delphi Saginaw Lingyun Brillance and Palio  
Delphi Saginaw Lingyun Jinbel  
Delphi Sistemas de Energia (Portugal)  
Delphi TVS Diesel Systems Ltd India (Lucas)  
Delphi-TVS Diesel Systems Ltd (India)  
DOD  
DOD TACOM  
DTE Energy MI  
East Penn Manufacturing Company  
Falcon Asset Securitization Corporation  
Firma Carl Freudenberg KG  
Fitel USA Corp. (assigned by Lucent)  
Flint (City of) MI  
General Motors Investment Management  
Corporation  
HTC  
Intel Corporation  
Jupiter Securitization Corporation  
Lear Corporation  
MCI Worldcom Communications, Inc.  
New York Power Authority  
Raytheon Company  
Saginaw (City of) Wir & Swr MI  
State Street Bank and Trust Company  
The Regents of the University of Michigan  
TI Group  
Time Warner  
Toyota Motor Company  
Toyota Motor Corporation  
Troy (City of) MI  
UBE Machinery Sales  
Verizon  
Verizon Wireless  
Verizon Wireless  
Wayne State University  
Wisconsin Electric Power Co WI

**(N) SECURED FINANCIAL CREDITORS**

See (C) above.

**(O) LIENHOLDERS AND OTHER  
SIGNIFICANT LENDERS**

Bank One Michigan  
Bank One, NA  
Delphi Automotive Systems Corporation

Fifth Third Bank (Western Michigan)  
LaSalle Bank National Association  
LaSalle National Leasing Corporation  
Motion Industries Inc.  
Motorola, Inc.  
Omega Tool Corporation  
The Huntington National Bank  
Toyota Motor Credit Corporation  
Wells Fargo Bank Northwest, Trustee

**(P) MAJOR CUSTOMERS**

Best Buy Co. Inc.  
Caterpillar  
Honda  
Isuzu Group  
Johnson Controls  
Kautex  
Mitsubishi  
Navistar International  
Nissan  
Paccar  
Rover  
Saab Automobile AB  
Saab Automobile Parts  
Standard Motor Products Inc  
Toyota  
Visteon

**(Q) MAJOR SUPPLIERS**

Aluminum Co of America  
Analog Devices GmbH  
Analog Devices Inc  
Asahi Glass Co  
Autoliv ASP Inc  
BBK Ltd  
Benteler Automotive  
Bosch Automotive Systems Corp  
Caterpillar Engine Systems  
Centra Inc  
Deloitte & Touche  
DTE Coal Services  
E I Dupont de Nemours & Co Inc  
Engelhard Corporation  
Epcos AG  
Essex Group Inc  
Federal Mogul Corp  
General Electric Capital  
GKN PLC  
GM – AC Delco  
GM Daewoo Auto & Technology Co  
Handy & Harman  
Hewlett-Packard Co.-Roseville  
Hewlett-Packard Company  
Hewlett-Packard GmbH

Hewlett-Packard Singapore  
Hewlett-Packard/San Jose  
Hitachi Automotive  
Hitachi Chemical Asia Pacific  
International Truck & Engine  
JCI  
John Deere  
Johnson Matthey Plc  
KPMG LLP  
Michael Baker, Inc.  
Microchip Technology Inc  
Microsoft Services  
Mitsubishi Electric  
Motorola Automotive  
MSX International Inc  
Nabco Inc  
Norandal USA INC  
Olin Corp  
Panasonic Automotive  
Parker Hannifin Corp  
Rohm Co Ltd  
Schulte & Co Gmbh  
Shanghai Ming Fang Autoparts Co Ltd  
Siemens Automotive Ltd  
SPX Corp  
Sunrise Medical HHG, Inc.  
Sunrise Medical Ltd  
UBS AG  
USA Technologies, Inc.  
Valeo SA  
Vallourec  
Viasystems Canada Inc  
Visteon Automotive Systems  
Yazaki Corp

**(R) LETTER OF CREDIT ISSUERS AND  
BENEFICIARIES**

C.N.A.  
Reliance Insurance Company  
Safeco Insurance

**(S) STATE AND OTHER GOVERNMENTAL  
AUTHORITIES WITH AN INTEREST IN  
THE COMPANY**

Internal Revenue Service  
Pension Benefit Guaranty Corporation (PBGC)  
U.S. Environmental Protection Agency

**(T) UNIONS REPRESENTING COMPANY  
EMPLOYEES**

**(X) OTHER MISCELLANEOUS INTERESTED  
PARTIES**

**EXHIBIT C**

**DICKINSON WRIGHT PLLC**

**CURRENT AND FORMER CLIENTS OF  
DICKINSON WRIGHT PLLC THAT ARE  
DELPHI INTERESTED PARTIES OR  
AFFILIATES OF THEM**

**ALL LENDERS (INCLUDING CURRENT  
AND FORMER AGENTS UNDER CREDIT  
FACILITIES AND THEIR COUNSEL AND  
FINANCIAL ADVISORS**

Bank of America, N.A.  
Bank of New York  
Citibank N.A.  
Fifth Third Bank, Eastern Michigan  
General Electric Capital Corporation  
HSBC Bank USA, National Association  
KeyBank National Association  
Liberty Mutual Ins Company  
National City Bank  
Sumitomo Mitsui Banking Corporation  
UBS Loan Finance LLC  
Wachovia Bank National Association

**PROFESSIONALS (ATTORNEYS,  
ACCOUNTANTS, INVESTMENT  
BANKERS, CONSULTANTS FOR THE  
PAST THREE YEARS) (Excluding those  
Professionals that Charge less than  
\$100,000 in Annual Fees)**

Baker & Daniels  
Baker & McKenzie LLP  
Butzel, Long  
Deloitte Touche Tohmatsu  
Dykema Gossett P.L.L.C.  
Honigman Miller Schwartz & Cohn  
Howard & Howard Attorneys, P.C.  
Hunton & Williams LLP  
Paul Hastings Janofsky & Walker LLP  
PriceWaterhouseCoopers LLP  
UBS  
Young & Rubicam, Inc.

**INSURERS**

American Home Assurance Co (AIMA)  
American International Insurance  
American International Specialty Lines  
Insurance Company  
Aon  
Chubb Custom Insurance  
Chubb Specialty Insurance  
CNA Financial Insurance  
CNA Insurance Companies  
Federal Ins. Co. (Chubb)  
Great American  
Hartford  
Lexington Insurance Company (AIG)  
American International Companies  
Liberty Mutual  
Lloyds of London  
National Union Fire Ins. Co.(AIG)  
National Union Fire Insurance Company of Pitts.,  
PA (AIG American International Companies  
St. Paul Fire & Marine Insurance Company  
St. Paul Surplus Lines Ins. Co.  
Zurich American Insurance Company

**PARTIES TO LITIGATION AND THEIR  
COUNSEL (For claims of at least \$500,000)**

Citibank Texas, National Association  
DaimlerChrysler Corporation  
Dana Corp Global Production WHS  
Dana Corp Sealing Division  
Ford Motor Company  
General Motors Daewoo Auto and Technology  
GM Daewoo  
GM DAT  
GM Epsilon  
GM Europe Opel  
GM & International

**TOP 50 CREDITORS**

Akebono Brake Industry Co. Ltd  
Alcoa Inc  
American Axle & Mfg Holdings Inc  
City of Flint, MI  
Delta  
Dura Automotive Systems, Inc  
General Electric Co Inc  
Intermet Corp  
State of Michigan  
Texas Instrument Inc  
Textron Inc

**RECORD NOTEHOLDERS HOLDING 5%  
OR MORE OF ANY OUTSTANDING  
ISSUANCE OF NOTES OF THE COMPANY**

Citigroup  
Goldman Sachs

**INDENTURE TRUSTEES**

Bank One Trust Company N.A.  
J.P. Morgan Trust Company, N.A.

**LIENHOLDERS AND OTHER  
SIGNIFICANT LENDERS**

Bank One, Michigan  
Bank One, NA  
Fifth Third Bank (Western Michigan)  
LaSalle Bank National Association  
LaSalle National Leasing Corporation  
Motorola, Inc.  
The Huntington National Bank  
Wells Fargo Bank Northwest, Trustee

**LETTER OF CREDIT ISSUERS AND  
BENEFICIARIES**

C.N.A.  
Reliance Insurance Company

Jenner & Block

**UNDERWRITERS OF SECURITIES ISSUED  
BY THE COMPANY DURING THE PAST  
THREE YEARS**

Citigroup Global Markets Inc  
Comerica Securities, Inc.  
HSBC Securities (USA) Inc  
J.P. Morgan Securities Inc  
McDonald Investments Inc., a KeyCorp Company  
UBS Securities LLC  
Wachovia Capital Markets, LLC

**COUNTERPARTIES TO MAJOR LEASES**

Ford Motor Land Development Corporation  
General Motors Corporation  
LaSalle National Bank, as Trustee under Trust No.  
115897  
Liberty Property Limited Partnership  
Visteon Corporation

**COUNTERPARTIES TO MAJOR  
CONTRACTS (Over \$100,000)**

AT&T Solutions, Inc.  
ATT Wireless  
Blue Cross Blue Shield  
Compuware  
DTE Energy MI  
Flint (City of) MI  
General Motors Investment Management  
Corporation  
The Regents of the University of Michigan  
Time Warner

**MAJOR CUSTOMERS**

Caterpillar  
Johnson Controls  
Navistar International  
Saab Automobile AB  
Saab Automobile Parts  
Visteon

**MAJOR SUPPLIERS**

Asahi Glass Co.  
BBK Ltd  
Caterpillar Engine Systems  
Centra Inc  
Deloitte & Touche  
DTE Coal Services  
E I Dupont de Nemours & Co Inc  
Engelhard Corporation  
Federal Mogul Corp  
General Electric Capital  
GKN PLC  
GM – AC Delco  
GM Daewoo Auto & Technology Co.  
John Deere  
KPMG LLP  
Microsoft Services  
Mitsubishi Electric  
Motorola Automotive  
Siemens Automotive Ltd  
SPX Corp  
Valeo SA  
Visteon Automotive Systems  
Yazaki Corp

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